

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff,

-against-

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation  
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

CAPITAL GROWTH COMPANY; DECISIONS,  
INC.; FAVORITE FUNDS; JA PRIMARY  
LIMITED PARTNERSHIP; JA SPECIAL  
LIMITED PARTNERSHIP; JAB  
PARTNERSHIP; JEMW PARTNERSHIP; JF  
PARTNERSHIP; JFM INVESTMENT  
COMPANIES; JLN PARTNERSHIP; JMP  
LIMITED PARTNERSHIP; JEFFRY M.  
PICOWER SPECIAL COMPANY; JEFFRY M.  
PICOWER, P.C.; THE PICOWER  
FOUNDATION; THE PICOWER INSTITUTE  
OF MEDICAL RESEARCH; THE TRUST F/B/O  
GABRIELLE H. PICOWER; BARBARA  
PICOWER, individually and as Executor of the  
Estate of Jeffry M. Picower, and as Trustee for the  
Picower Foundation and for the Trust f/b/o Gabriel  
H. Picower,

Intervenors,

-against-

SUSANNE STONE MARSHALL; ADELE FOX;  
MARSHA PESHKIN; RUSSELL OASIS; A & G  
GOLDMAN PARTNERSHIP; and PAMELA  
GOLDMAN,

Defendants.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

Adv. Pro. No. 14-01840 (SMB)

**[PROPOSED] ORDER**

Upon consideration of the *Motion for an Order authorizing discovery from the Trustee, April Freilich, Barbara Picower, and Bernard Madoff pursuant to FRBP 2004, and authorizing the deposition of Madoff to preserve testimony pursuant to FRCP 27; Authorizing the deposition of Madoff pursuant to FRCP 30(a)(2)(B); and directing the sequence of discovery pursuant to FRCP 26* dated July 18, 2014 and filed in the above-captioned adversary proceeding (the “Discovery Motion”) by Susanne Stone Marshall (a/k/a Suzanne Stone Marshall), Adele Fox, Marsha Peshkin, Russell Oasis (the “Fox Parties”); and upon the Fox Parties’ Notice of Motion and Proposed Order dated July 18, 2014 accompanying the Discovery Motion; the *Brief in Opposition to the Discovery Motion* filed by Irving H. Picard, trustee (the “Trustee”) for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa *et seq.* and the estate of Bernard L. Madoff, individually, dated August 8, 2014; the *Declaration of Keith R. Murphy in Support of Trustee’s Brief in Opposition to the Discovery Motion*, dated August 8, 2014; the *Brief in Opposition to the Discovery Motion* filed by the Intervenor<sup>1</sup>, dated August 8, 2014; the *Reply Memorandum of Law in Further Support of the Discovery Motion* filed by the Fox Parties, dated August 15, 2014; the hearing held on September 18, 2014; the Letter filed by the Fox Parties on October 7, 2014; the Letter in Response filed by the Trustee on October 9, 2014; the Letter in Response filed by the Intervenor<sup>1</sup> on October 10, 2014; and upon all of the pleadings and prior proceedings in this and related actions; and upon the Court’s Memorandum

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<sup>1</sup> The “Intervenor<sup>1</sup>” are Capital Growth Company; Decisions, Inc.; Favorite Funds; JA Primary Limited Partnership; JA Special Limited Partnership; JAB Partnership; JEMW Partnership; JF Partnership; JFM Investment Companies; JLN Partnership; JMP Limited Partnership; Jeffrey M. Picower Special Company; Jeffrey M. Picower, P.C.; The Picower Foundation; The Picower Institute of Medical Research; The Trust f/b/o Gabrielle H. Picower; Barbara Picower, individually and as Executor of the Estate of Jeffrey M. Picower, and as Trustee for the Picower Foundation and for the Trust f/b/o Gabriel H. Picower.

Decision Regarding Defendants' Motion for Discovery from the Trustee, April Freilich, Barbara Picower, and Bernard Madoff, dated October 30, 2014 (ECF No. 85) (the "Decision");

IT IS HEREBY ORDERED:

1. The Discovery Motion is denied except to the extent that the Fox Parties may withdraw their request for discovery under Federal Rule of Civil Procedure 27(a) without prejudice.

2. This Court shall retain exclusive jurisdiction over the implementation and interpretation of this Order.

Dated: New York, New York  
\_\_\_\_\_, 2014

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HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE